

ShawPittman LLP

A Limited Liability Partnership Including Professional Corporations

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March 26, 2003

DELIVERY VIA COURIER TO MELLON BANK

Marlene H. Dortch
Office of the Secretary
Federal Communications Commission
445 12th Street, SW
Washington, DC 20554

Re: In the Matter of Econ-o-Call, Inc., Econocall, LLC,
Application for Transfer of Control of International and Domestic
Authority Pursuant to Section 214 of the Communications Act of 1934,
as amended

Dear Ms. Dortch:

Please find enclosed the Joint Application by Econocall, LLC ("Econocall") and Econ-o-Call, Inc. ("Econ-o-Call") for transfer of control of Econ-o-Call's domestic Section 214 authority to Econocall. Pursuant to Commission regulations, this filing contains a printed copy of the electronically tiled international Section 214 transfer application and an attachment containing additional information required for processing the domestic Section 214 transfer application. *See* 47 C.F.R. § 63.04(b).

Also enclosed is FCC Form 159 and a check for the \$860 filing fee

Please direct all questions and correspondence regarding this filing to the undersigned.

Very truly yours,



Glenn Richards
Tony Lin

Enclosure

Document # 1311700 v.1

FEDERAL COMMUNICATIONS COMMISSION
REMITTANCE ADVICE

(1) LOCKBOX # 358145

SPECIAL USE

FCC USE ONLY

(2) PAYER NAME (if paying by credit card enter name exactly as it appears on your card)
Econ-o-Call, Inc.

(3) TOTAL AMOUNT PAID (U.S. Dollars and cents)	\$860.00
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(6) CITY
New York

(7) STATE	
NY	

(8) ZIPCODE	10006
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(9) DAYTIME TELEPHONE NUMBER (include area code)
212-742-4800

(10) COUNTRY CODE (if not in U.S.A.)
US

0008607228

0113358979

(16) CITY
Stamford

(17) STATE
CT

(18) ZIPCODE	06902
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(19) DAYTIME TELEPHONE NUMBER (include area code)
212-742-4800

(20) COUNTRY CODE (if not in U.S.A.)
US

0008626582

0432004335

23A) CALL SIGN/OTHER ID

(24A) PAYMENTTYPECODE	
CUT	

(25A) QUANTITY
1

26A) FLC DUE FOR (PTC)

\$860.00

(27A) TOTAL FEE	
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\$860.00

FCC USE ONLY	
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28A) FCC CODE 1

(29A) FCC CODE 2

23B) CALL SIGN/OTHER ID

(24B) PAYMENT TYPE CODE	
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(25B) QUANTITY	UNIT PRICE	AMOUNT
1	100	100
2	200	400
3	300	900
4	400	1600
5	500	2500
6	600	3600
7	700	4900
8	800	6400
9	900	8100
10	1000	10000
11	1100	12100
12	1200	14400
13	1300	16900
14	1400	19600
15	1500	22500
16	1600	25600
17	1700	28900
18	1800	32400
19	1900	36100
20	2000	40000
21	2100	44100
22	2200	48400
23	2300	52900
24	2400	57600
25	2500	62500
26	2600	67600
27	2700	72900
28	2800	78400
29	2900	84100
30	3000	90000
31	3100	96100
32	3200	102400
33	3300	108900
34	3400	115600
35	3500	122500
36	3600	129600
37	3700	136900
38	3800	144400
39	3900	152100
40	4000	160000
41	4100	168100
42	4200	176400
43	4300	184900
44	4400	193600
45	4500	202500
46	4600	211600
47	4700	220900
48	4800	230400
49	4900	240100
50	5000	250000
51	5100	260100
52	5200	270400
53	5300	280900
54	5400	291600
55	5500	302500
56	5600	313600
57	5700	324900
58	5800	336400
59	5900	348100
60	6000	360000
61	6100	372100
62	6200	384400
63	6300	396900
64	6400	409600
65	6500	422500
66	6600	435600
67	6700	448900
68	6800	462400
69	6900	476100
70	7000	490000
71	7100	504100
72	7200	518400
73	7300	532900
74	7400	547600
75	7500	562500
76	7600	577600
77	7700	592900
78	7800	608400
79	7900	624100
80	8000	640000
81	8100	656100
82	8200	672400
83	8300	688900
84	8400	705600
85	8500	722500
86	8600	739600
87	8700	756900
88	8800	774400
89	8900	792100
90	9000	810000
91	9100	828100
92	9200	846400
93	9300	864900
94	9400	883600
95	9500	902500
96	9600	921600
97	9700	940900
98	9800	960400
99	9900	980100
100	10000	1000000

26B) FEE DUE FOR (PTC)

(27B) TOTAL FEE	
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FCC USE ONLY										
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28B) FCC CODE I

(29B) FCC CODE 2

114

VISA

I hereby authorize the **FCC** to charge my **VISA** or **MASTERCARD** for the service(s)/authorization herein described.

SIGNATURE_____

DATE _____

INTERNATIONAL SECTION 214 APPLICATION
FOR OFFICIAL USE ONLY

APPLICANT INFORMATION

Enter a description of this application to identify it on the main menu:

Econocall LLC transfer of control application

I. Applicant

Name:	Econocall LLC	Phone Number:	212-742-0800
DBA Name:		Fax Number:	212-785-6841
Street:	20-15 West Main Street Suite 110	E-Mail:	
City:	Stamford	State:	CT
Country:	USA	Zipcode:	06902
Attention:	Yoshi Rosen		

11

2. Contact

Name:	Tony Lin	Phone Number:	202-663-8452
Company:	Shaw Pittman LLP	Fax Number:	202-663-8007
Street:	2300 N Street, N.W.	E-Mail:	tony.lin@shawpittman.com
City:	Washington	State:	DC
Country:	USA	Zipcode:	20037 -- 1128
Contact Title:		Relationship:	

3. Place of Incorporation of Applicant Delaware**4. Other Company(ies) and Place(s) of Incorporation**
Econ-o-Call, Inc., New York

<p>. Service Type(s) (check all that apply)</p> <p><input type="checkbox"/> Global or Limited Global Facilities–Based Authority (Section 63.18(e)(1))</p> <p><input type="checkbox"/> Global or Limited Global Resale Authority (Section 63.18(e)(2))</p> <p><input type="checkbox"/> Individual Facilities–Based Service (Section 63.18(e)(3))</p> <p><input type="checkbox"/> Individual Switched Resale Service (Section 63.18(e)(3))</p> <p><input type="checkbox"/> Individual Facilities–Based and Resale Service (Section 63.18(e)(3))</p> <p><input type="checkbox"/> Switched Services over Private Lines (ISR) (Section 63.16 and/or 63.18 (e)(3))</p> <p><input type="checkbox"/> Inmarsat and Mobile Satellite Service (Section 63.18(e)(3))</p> <p><input type="checkbox"/> Overseas Cable Construction (Section 63.18(e)(3))</p> <p><input type="checkbox"/> Individual Non–Interconnected Private Line Resale Service (Section 63.18(e)(3))</p> <p><input type="checkbox"/> Other (Section 63.18(e)(3))</p>
<p>a. Is a fee submitted with this application?</p> <p><input checked="" type="radio"/> If Yes, complete and attach FCC Form 159. If No, indicate reason for fee exemption (see 47 C.F.R. Section 1.1114).</p> <p><input type="radio"/> Governmental Entity <input type="radio"/> Noncommercial educational licensee</p> <p><input type="radio"/> Other (please explain):</p>
<p>b. Fee Classification CUT – Section 214 Authority</p>
<p>Destination Country(ies) (e.g., "Country X", "All international points", "All international points except Country X and Country Y" or Countries X, Y, and Z only".) all international points</p>

3. Caption (description of authority requested, e.g., Application for Authority to Provide International Facilities–Based and Resold Services to All International Points Except Country X)

(If the complete description does not appear in this box, please go to the end of the form to view it in its entirety.)

**Application for Transfer of Control of International and Domestic
Authority Pursuant to Section 214 of the Communications Act, as
amended**

9. Does the applicant request streamlined processing pursuant to 47 C.F.R. Section 63.12? If yes, include in Attachment 1 a statement of how the application qualifies for streamlined processing.

☒ Yes

☐ No

10. If applying for authority to provide switched services over private lines pursuant to Section 63.16, provide the required showing in Attachment 1

Applicant certifies that its responses to questions 11 through 17 are true:

11. If the applicant is a foreign carrier, or is affiliated (as defined in 47 C.F.R. Section 63.09(e)) with a foreign carrier, provide in Attachment 1 the information and certifications required by Section 63.18(i) through (m).

12. Does the applicant seek authority to provide service to any destination described in paragraphs (1) through (4) of Section 63.18(j)? If yes, list those destinations in Attachment 1 as a response to question 12.

☐ Yes

☒ No

13. Does the applicant seek authority to provide service to any destinations other than those listed in response to question 12 where it has an affiliation with a foreign carrier? If yes, list those destinations in Attachment I as a response to question 13.

☐ Yes

☒ No

14. [Section 63.18(h)] In Attachment 2, provide the name, address, citizenship and principal business of the applicant's ten percent or greater direct and indirect shareholders or other equity holders, and identify any interlocking directorates.

15. In Attachment I, respond to paragraphs (d), (e)(3) and (g) of Section 63.18.

16. By checking Yes, the undersigned certifies that neither applicant nor any other party to the application is subject to a denial of Federal benefits that includes FCC benefits pursuant to Section 5301 of the Anti-Drug Act of 1988, 21 U.S.C. Section 862, because of a conviction for possession or distribution of a controlled substance. See 47 CFR 1.2002(b) for the meaning of "party to the application" for these purposes.

☒ Yes

☐ No

17. By checking Yes, the applicant certifies that it has not agreed to accept special concessions directly or indirectly from a foreign carrier with respect to any U.S. international route where the foreign carrier possesses sufficient market power on the foreign end of the route to affect competition adversely in the U.S. market and will not enter into such agreements in the future.

☒ Yes

☐ No

18. Typed Name of Person Signing Yoshi Rosen		19. Title of Person Signing Chief Executive Officer	
20. 1: Att. 1		2:	3:

FCC NOTICE REQUIRED BY THE PAPERWORK REDUCTION ACT

The public reporting for this collection of information is estimated to average 1 – 6,056 hours per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the required data, and completing and reviewing the collection of information. If you have any comments on this burden estimate, or how we can improve the collection and reduce the burden it causes you, please write to the Federal Communications Commission, AMD–PERM, Paperwork Reduction Project (3060–0686), Washington, DC 20554. We will also accept your comments regarding the Paperwork Reduction Act aspects of this collection via the Internet if you send them to jboley@fcc.gov. PLEASE DO NOT SEND YOUR RESPONSE TO THIS ADDRESS.

Remember – You are not required to respond to a collection of information sponsored by the Federal government; and the government may not conduct or sponsor this collection, unless it displays a currently valid OMB control number or if we fail to provide you with this notice. This collection has been assigned an OMB control number of 3060–0686.

THE FOREGOING NOTICE IS REQUIRED BY THE PAPERWORK REDUCTION ACT OF 1995, PUBLIC LAW 104–13, OCTOBER 1, 1995, 44 U.S.C. SECTION 3507.

ATTACHMENT 1

**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554**

In the Matter of)	
)	
Econ-o-Call, Inc.)	File No. _____
)	
Econocall, LLC)	
)	
Application for Transfer of Control of)	
International and Domestic Authority Pursuant to)	
Section 214 of the Communications Act of 1934,)	
as amended)	

JOINT APPLICATION FOR TRANSFER OF CONTROL

Pursuant to Section 214 of the Communications Act of 1934, as amended, 47 U.S.C. § 214, and Sections 63.03, 63.04 and 63.18 of the Commission's Rules, 47 C.F.R. §§ 63.03, 63.04 and 63.18, Econ-o-Call, Inc. ("Econ-o-Call") and Econocall, LLC ("Econocall" and collectively, "Applicants") hereby request authority to transfer control of the operating assets of Econ-o-Call to Econocall. Specifically, such assets include Econ-o-call's domestic and international Section 214 authority.¹ For the reasons stated herein, this Application is entitled to streamlined processing under both 47 C.F.R. § 63.03 and 47 C.F.R. §§ 63.12.

In accordance with 47 C.F.R. § 63.04(b), which pertains to consolidated domestic and international applications for transfers of control, the Applicants provide below information which is responsive to 47 C.F.R. § 63.18. Information responsive to 47 C.F.R. §§ 63.04(a)(6)-

¹ Econ-o-Call will also transfer some of its subscriber base to Econocall. *In the Matter of Implementation of Further Streamlining Measures for Domestic Section 214 Authorizations*, FCC 02-78, CC Docket No. 01-150, at ¶¶ 2, 59 (March 21, 2002) (asset acquisitions in which no customer loses service are transfers of control). With respect to the transferred subscribers, Econocall will file the self-certification described in 47 C.F.R. § 64.1120(e)(1). With respect to those subscribers not transferred, Econ-o-Call, pursuant to 47 C.F.R. § 63.71, is submitting an application for discontinuance of service.

(a)(12) is set forth in Attachment A

(a) Applicant identification

Transferee:

Econocall, LLC
20-15 West Main Street. Suite 110
Stamford, CT 06902

FRN: 0008-6265-82

Transferor:

Econ-o-Call, Inc.
50 West Street, 3rd Floor
New York, NY 10006

FRN: 0008-6072-28

(b) States of organization

Econocall is a limited liability corporation organized under the laws of the State of Delaware. Econ-o-Call is a corporation organized under the laws of the State of New York

(c) Contact persons for this Application

Correspondence concerning this Application should be sent to counsel for Econ-o-Call:

Glenn S. Richards
Tony Lin
Shaw Pittman LLP
2300 N Street, N.W.
Washington, D.C. 20037
Telephone: (202) 663-8000
Facsimile: (202) 663-8007

The designated contact for the continuing operations for Econ-o-Call is:

Yoshi Rosen
President
Econ-o-Call, Inc.
50 West **Street**, 3rd Floor
New York, NY 10006
Telephone: 212-742-4800
Facsimile: 212-785-6841

The designated contact for the continuing operations for Econocall is:

Yoshi Rosen
Chief Executive Officer
Econocall, LLC
50 West Street, 3rd Floor
New York, NY 10006
Telephone: 212-742-4800
Facsimile: 212-785-6841

(d) Statement and description of Section 214 authority

Econ-o-Call, the transferor, has Section 214 authority to operate as a domestic carrier and as an international facilities-based and resale carrier between the United States and all foreign points. *Set'* DA 98-824, File No. ITC-98-227 (April 30, 1998).

Econocall holds no Section 214 authority.

(e) Statement regarding authorization

The Applicants request authority to transfer Econ-o-Call's domestic and international Section 214 authority to Econocall. Accordingly, Econocall seeks Section 214 authority to operate as a facilities-based international carrier pursuant to 47 C.F.R. § 63.18(e)(1), and as a resale international carrier pursuant to 47 C.F.R. § 63.18(e)(2). Econocall requests authority to serve all countries permitted under a grant of global authority. As evidenced by the certification provided in Attachinent B. Econocall will comply with the terms and conditions set forth in 47 C.F.R. §§ 62.21-.23.

(f) Information regarding multiple authorizations

Econocall **seeks** the authority requested in (e) in this Application

(g) Statement for applicants requesting facilities-based authority

Econocall will use previously authorized facilities to provide the services requested by the

Application. Consequently, Econocall is categorically excluded from environmental assessment pursuant to 47 C.F.R. § 1.1306.

(h) Ownership of Applicants

Transferee.

Econocall, LLC

The name, address, citizenship and principal business of those persons or entities holding more than 10% of the equity of Econocall are as follows:

Shareholder	Richard Treibick
Ownership %	100%
Business	445 Park Avenue, Suite 1401
Address	New York, NY 10019
Citizenship	U.S.A.

Transferor.

Econ-o-Call, Inc.

The name, address, citizenship and principal business of those persons or entities holding more than 10% of the equity of Econ-o-Call are as follows:

Shareholder	Jacob Rosen
Ownership %	49%
Business	50 West Street
Address	New York, NY 10006
Citizenship	U.S.A.

Shareholder	Yoshi Rosen
Ownership %	51%
Business	50 West Street
Address	New York, NY 10006
Citizenship	U.S.A.

The same management team that has operated Econ-o-Call will also manage the day-to-day business affairs of Econocall after the transfer. The individuals primarily in charge of

management are Jacob Rosen, Chairman, and Yoshi Rosen, Chief Executive Officer of Econocall.

(i) Certification regarding affiliation with foreign carrier

As evidenced by the certification attached hereto as Attachment B, Econocall is not affiliated with a foreign carrier.

(j) Certification regarding provision of international services to specified countries

As evidenced by the certification attached hereto as Attachment B, Econocall does not seek to provide international telecommunications service to any destination where: (1) Econocall is a foreign carrier in that country; (2) Econocall controls a foreign carrier in that country; (3) any entity that owns more than a 25% interest in Econocall, or controls Econocall, controls a foreign carrier in that country; or (4) two or more parties own, in the aggregate, more than 25% of Econocall and are parties to, or the beneficiaries of, a contractual relationship that affects the provision or marketing of international basic telecommunications services in the United States.

(k) Information regarding destination country

Not applicable; Econocall is not affiliated or otherwise related to any foreign carrier on any of the routes which Econocall proposes to provide service.

(l) Information from, or statement by, a foreign carrier or an applicant affiliated with a foreign carrier

Not applicable; Econocall is not a foreign carrier and is not affiliated with a foreign carrier on any of the routes it proposes to resell international telecommunications services.

(m) Regulatory classification

Not applicable; Econocall is not affiliated with any foreign carrier on any of the routes it proposes to provide services.

(n) Certification regarding special concessions

As evidenced by the certification provided in Attachment B, Econocall has not agreed to accept special concessions directly or indirectly from any foreign carrier with respect to any U.S. international route the foreign carrier possesses sufficient market power on the foreign end of the route to affect competition adversely in the U.S. market and will not enter into such agreements in the future.

(o) Certification pursuant to §§ 1.2001 through 1.2003 regarding denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988.

As evidenced by the certification provided in Attachment B, no party to this application is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988.

(p) Econocall respectfully requests streamlined processing of this Application pursuant to **47** C.F.R. § 63.12. This Application qualifies for streamlined processing for the following reasons:

- (1) Econocall is not affiliated with a foreign carrier on any route for which authority is sought;
- (2) Econocall is not affiliated with any dominant U.S. carrier whose international switched or private lines services it seeks to resell; and (3) Econocall is not requesting authority to provide switched service over private lines to countries not previously authorized for service by the Commission.

Conclusion

Wherefore, Applicants respectfully request that the Commission approve this application to transfer control of Econ-o-Call's domestic and international Section 214 authority to Econocall.

Respectfully submitted,

Glenn S. Richards, Esq.
Tony Lin, Esq.
Shaw Pittman LLP
2300 N Street, N.W.
Washington, D.C. 20037

Counsel for Econ-o-Call, Inc

Dated: March 26, 2003

ATTACHMENT A

INFORMATION RESPONSIVE TO 47 C.F.R. § 63.04(a)(6)-(a)(12)

(a)(6) Description of the transaction

The Applicants have entered into an agreement to transfer control of the operating assets of Econ-o-Call to Econocall. Specifically, such assets include Econ-o-call's domestic and international Section 214 authority. Econ-o-Call will also transfer some of its subscriber base to Econocall. With respect to the transferred subscribers, Econocall will file the self-certification described in 47 C.F.R. § 64.1120(e)(1). With respect to those subscribers not transferred, Econ-o-Call, pursuant to 47 C.F.R. § 63.71, is submitting an application for discontinuance of service.

(a)(7) A description of the geographic areas in which the transferor and transferee (and their affiliates) offer domestic telecommunications services, and what services are provided in each area

Applicants are non-dominant carriers that provide or seek to provide telecommunications services to residential customers. Econ-o-Call is authorized to provide facilities-based and resold, local exchange and interexchange services in New **York**. At present, Econ-o-Call only provides local exchange service to subscribers on a resale basis.

Econocall does not presently provide any telecommunications services.

(a)(8) Statement as to how the application fits into one or more of the presumptive streamlined categories in section 63.03 or why it is otherwise appropriate for streamlined treatment

This Application is entitled to streamlined treatment because the transferee, Econocall, is not presently a telecommunications provider. 47 C.F.R. § 63.03(b)(1). Additionally, this Application is independently entitled to streamlined treatment because (i) the proposed transaction would result in the transferee, Econocall, having a market share in the interstate, interexchange market of less than 10 percent; (ii) the transferee would provide competitive telephone exchange services or exchange access services exclusively in geographic areas served

by a dominant local exchange carrier that is not a party to this transaction: and (iii) neither of the Applicants is dominant with respect to any service. 47 C.F.R. § 63.03(b)(2)

(a)(9) Identification of all other Commission applications related to the same transaction

There are no other Commission applications related to this transaction

(a)(10) A statement of whether the applicants are requesting special consideration because either party to the transaction is facing imminent business failure

Applicants are not requesting special consideration because of the imminent business failure of either party.

(a)(11) Identification of any separately filed waiver requests being sought in conjunction with the transaction

There are no separately filed waiver requests being sought in conjunction with the transaction.

(a)(12) A statement showing how grant of the application will serve the public interest, convenience and necessity, including any additional information that may be necessary to show the effect of the proposed transaction on competition in domestic markets

A grant of this Application will serve the public interest, convenience, and necessity because it will promote competition in the provision of telecommunications services. Acquisition of the assets will enable a financially capable competitor to enter the telecommunications market.

ATTACHMENT B
CERTIFICATION

CERTIFICATION

The undersigned hereby certifies, on behalf of Econocall, LLC ("Econocall"), the transferee, with respect to the foregoing application for transfer of control, that:

1. Econocall is not affiliated with any foreign carrier in any of the countries to which Econocall proposes to provide service in the foregoing application.
2. Econocall will comply with the terms and conditions contained in 47 C.F.R. §§ 63.21 - 63.23.
3. Econocall does not seek to provide international telecommunications service to any destination where: (1) Econocall is a foreign carrier in that country; (2) Econocall controls a foreign carrier in that country; (3) any entity that owns more than a 25% interest in Econocall, or controls Econocall, controls a foreign carrier in that country; or (4) two or more parties own, in the aggregate, more than 25% of Econocall and are parties to, or the beneficiaries of, a contractual relationship that affects that provision or marketing of international basic telecommunications services in the United States.
4. Econocall has not agreed to accept special concessions directly or indirectly from any foreign carrier with respect to any U.S. international route where the foreign carrier possesses sufficient market power on the foreign carrier end of the route to affect competition adversely in the U.S. market and will not enter into such agreements in the future.
5. No party to this application is subject to a denial for Federal benefits pursuant

Dated: March 26, 2003

By: /s/
Yoshi Rosen

Title: Chief Executive Officer, Econocall. LLC